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Form **990-PF****Return of Private Foundation**

or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

Do not enter Social Security numbers on this form as it may be made public.
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2013 or tax year beginning 5/1/2013, and ending 4/30/2014

Name of foundation LORINDA MCANDREW VOELKLE FOUNDATION			A Employer identification number 16-1587254	
Number and street (or P O box number if mail is not delivered to street address) P O BOX 1501, NJ2-130-03-31		Room/suite	B Telephone number (see instructions) 609-274-6834	
City or town PENNINGTON	State NJ	ZIP code 08534-1501		
Foreign country name	Foreign province/state/county	Foreign postal code		
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change			C If exemption application is pending, check here ☐ D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐ E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
H Check type of organization. ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation				
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,888,188		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	57,030	53,068		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	162,688			
	b Gross sales price for all assets on line 6a 1,395,467				
	7 Capital gain net income (from Part IV, line 2)		162,688		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	219,718	215,756	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	24,000			24,000
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	25,123	15,074		10,049
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	4,949	1,484		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	427	177		250
	24 Total operating and administrative expenses. Add lines 13 through 23	54,499	16,735	0	34,299
	25 Contributions, gifts, grants paid	71,000			71,000
26 Total expenses and disbursements. Add lines 24 and 25	125,499	16,735	0	105,299	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	94,219				
b Net investment income (if negative, enter -0-)		199,021			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

HTA

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing	5,505	481	481
	2	Savings and temporary cash investments	70,093	59,196	59,196
	3	Accounts receivable			
		Less allowance for doubtful accounts			
	4	Pledges receivable			
		Less allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule)			
		Less allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	401,994	299,826	299,749
	b	Investments—corporate stock (attach schedule)	818,372	954,530	1,121,230
	c	Investments—corporate bonds (attach schedule)	313,962	245,914	259,119
	Liabilities	11	Investments—land, buildings, and equipment basis		
		Less accumulated depreciation (attach schedule)			
12		Investments—mortgage loans			
13		Investments—other (attach schedule)		147,548	148,413
14		Land, buildings, and equipment basis			
		Less accumulated depreciation (attach schedule)			
15		Other assets (describe)			
16		Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,609,926	1,707,495	1,888,188
17		Accounts payable and accrued expenses			
18		Grants payable			
Net Assets or Fund Balances	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe)			
	23	Total liabilities (add lines 17 through 22)	0	0	
		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ☐			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☒			
27	Capital stock, trust principal, or current funds	1,609,926	1,707,495		
28	Paid-in or capital surplus, or land, bldg, and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)	1,609,926	1,707,495		
31	Total liabilities and net assets/fund balances (see instructions)	1,609,926	1,707,495		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,609,926
2	Enter amount from Part I, line 27a	2	94,219
3	Other increases not included in line 2 (itemize) <u>See Attached Statement</u>	3	7,285
4	Add lines 1, 2, and 3	4	1,711,430
5	Decreases not included in line 2 (itemize) <u>BOND AMORTIZATION</u>	5	3,935
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,707,495

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	See Attached Statement			
b	See Attached Statement			
c	See Attached Statement			
d	See Attached Statement			
e	See Attached Statement			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			0
b			0
c			0
d			0
e			0

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			0
b			0
c			0
d			0
e			0

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	162,688
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }	3	0

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	122,710	1,774,651	0.069146
2011	122,974	1,552,802	0.079195
2010	124,187	1,781,260	0.069719
2009	121,813	1,776,519	0.068568
2008	125,542	2,005,993	0.062583

2	Total of line 1, column (d)	2	0.349211
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.069842
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	1,839,554
5	Multiply line 4 by line 3	5	128,478
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,990
7	Add lines 5 and 6	7	130,468
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions	8	105,299

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	3,980	
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0	
3	Add lines 1 and 2	3	3,980	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	3,980	
6	Credits/Payments			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	2,192	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	2,192	
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,788	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0	
11	Enter the amount of line 10 to be Credited to 2014 estimated tax ☐ Refunded ☐	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ (2) On foundation managers ☐ \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ NY		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ MLTC, A DIVISION OF BANK OF AMERICA, N.A. Telephone no. ▶ 609-274-6834 Located at ▶ 1300 MERRILL LYNCH DRIVE PENNINGTON NJ ZIP+4 ▶ 08534-1501			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶	16	Yes	No X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

- 5a** During the year did the foundation pay or incur any amount to
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No
- b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No
- Organizations relying on a current notice regarding disaster assistance check here ☐
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No
- If "Yes," attach the statement required by Regulations section 53.4945–5(d)
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
- If "Yes" to 6b, file Form 8870
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

5b N/A

6b X

7b N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MR. DAVID W. BEYER 19046 FOUNDERS KNOLL TERRACE MIDLOTHIAN,	TRUSTEE 3.00	21,379		
MRS. SUSAN J. BEYER 19046 FOUNDERS KNOLL TERRACE MIDLOTHIAN,	CO-TRUSTEE .50	2,621		

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
.....		
.....		
.....		
.....		
.....		
Total number of others receiving over \$50,000 for professional services		▶

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
.....	
2	
.....	
3	
.....	
4	
.....	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
.....	
2	
.....	
All other program-related investments See instructions	
3 NONE	
.....	
Total. Add lines 1 through 3	▶ 0

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	1,804,707
b	Average of monthly cash balances	1b	62,861
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,867,568
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,867,568
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	28,014
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,839,554
6	Minimum investment return. Enter 5% of line 5	6	91,978

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	91,978
2a	Tax on investment income for 2013 from Part VI, line 5	2a	3,980
b	Income tax for 2013 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,980
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	87,998
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	87,998
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	87,998

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes.		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	105,299
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	105,299
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	105,299

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				87,998
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009	28,503			
c From 2010	37,104			
d From 2011	47,172			
e From 2012	36,169			
f Total of lines 3a through e	148,948			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 105,299				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2013 distributable amount				87,998
e Remaining amount distributed out of corpus	17,301			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	166,249			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2012. Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	166,249			
10 Analysis of line 9:				
a Excess from 2009	28,503			
b Excess from 2010	37,104			
c Excess from 2011	47,172			
d Excess from 2012	36,169			
e Excess from 2013	17,301			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)**N/A**

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2013	(b) 2012	(c) 2011	(d) 2010	
				0
b 85% of line 2a				0
c Qualifying distributions from Part XII, line 4 for each year listed				0
d Amounts included in line 2c not used directly for active conduct of exempt activities				0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c				0

3 Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test—enter:

(1) Value of all assets 0

(2) Value of assets qualifying under section 4942(i)(3)(B)(i) 0

b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed 0

c "Support" alternative test—enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) 0

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) 0

(3) Largest amount of support from an exempt organization 0

(4) Gross investment income 0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

- a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

Lorinda McAndrew Voelkle

- b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

- a** The name, address, and telephone number or e-mail address of the person to whom applications should be addressed.

- b** The form in which applications should be submitted and information and materials they should include

- c** Any submission deadlines

- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	71,000
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	0

LORINDA MCANDREW VOELKLE FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

MEMORIAL SLOAN-KETTERING CANCER CENTER

Street

1275 YORK AVE

City

NEW YORK

State

NY

Zip Code

10021

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

1,000

Name

THE BEECHWOOD BLOCHER FOUNDATION INC

Street

2235 MILLERSPORT HWY

City

GETZVILLE

State

NY

Zip Code

14068

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

30,000

Name

AMERICAN HEART ASSOCIATION, INC

Street

7272 GREENVILLE AVENUE

City

DALLAS

State

TX

Zip Code

75231

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

1,000

Name

DYOUVILLE COLLEGE

Street

320 PORTER AVE

City

BUFFALO

State

NY

Zip Code

14201

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name

BUFFALO PHILHARMONIC ORCHESTRA SOCIETY, INC KLEINHANS MUSIC HALL

Street

499 FRANKLIN STREET

City

BUFFALO

State

NY

Zip Code

14202

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

5,000

Name

SHEAS OCONNEL PRESERVATION GUILD LTD

Street

646 MAIN ST

City

BUFFALO

State

NY

Zip Code

14202

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

LORINDA MCANDREW VOELKLE FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

ALZHEIMERS DISEASE AND RELATED DISORDERS ASSOCIATION

Street

435 E HENRIETTA RD

City

ROCHESTER

State

NY

Zip Code

14620

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

1,000

Name

ROSWELL PARK ALLIANCE FOUNDATION

Street

ELM & CARLTON STS

City

BUFFALO

State

NY

Zip Code

14263

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name

HOSPICE FOUNDATION OF WESTERN NEW YORK INC

Street

225 COMO PARK BLVD

City

CHEEKTOWAGA

State

NY

Zip Code

14227

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

1,000

Name

ARTHRITIS FOUNDATION

Street**City**

ROCHESTER

State

NY

Zip Code**Foreign Country****Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

1,000

Name

AMERICAN LUNG ASSOCIATION

Street**City**

BUFFALO

State

NY

Zip Code**Foreign Country****Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

1,000

Name**Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount**

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

										Amount		232	
Long Term CG Distributions													
Short Term CG Distributions													
Description										CUSIP #			
Check "X" to include in Part IV										Purchaser		Check "X" if Purchaser is a Business	
Date										Acquisition Method		Date Sold	
Gross Sales Price										Cost or Other Basis		Valuation Method	
Expense of Sale and Cost of Improve-ments										Depreciation		Net Gain or Loss	
Totals										Gross Sales		Net Gain or Loss	
Capital Gains/Losses										1,395,467		1,232,779	
Other sales										0		0	
										162,688		0	

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions										Amount		232	
Short Term CG Distributions													
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Cost, Other Basis and Expenses		Net Gain or Loss
											Depreciation	Adjustments	
69	X	BANK OF NOVA SCOTIA	064149107		6/28/2013		7/12/2013	4,170	4,071				99
70	X	BANK OF NOVA SCOTIA	064149107		6/28/2013		7/15/2013	1,763	1,714				49
71	X	BHP BILLITON LTD ADR	088606108		6/28/2013		1/16/2014	681	580				101
72	X	BHP BILLITON LTD ADR	088606108		6/28/2013		1/16/2014	1,534	1,333				201
73	X	BIODEN IDEC INC	09062X103		6/11/2013		6/28/2013	6,824	6,890				-66
74	X	BRISTOL-MYERS SQUIBB CO	110122108		6/28/2013		1/16/2014	1,156	1,008				148
75	X	BRITISH AMN TOBACCO SPADR	110448107		6/28/2013		1/16/2014	850	828				22
76	X	BRITISH SKY BDOCT SPD ADR	111013108		6/27/2012		6/28/2013	1,786	1,582				204
77	X	BRITISH SKY BDOCT SPD ADR	111013108		9/19/2012		6/28/2013	772	761				11
78	X	BRITISH SKY BDOCT SPD ADR	111013108		10/18/2012		6/28/2013	627	619				8
79	X	BRITISH SKY BDOCT SPD ADR	111013108		7/9/2012		6/28/2013	1,641	1,461				180
80	X	BRITISH SKY BDOCT SPD ADR	111013108		5/17/2012		6/28/2013	531	486				45
81	X	BRITISH SKY BDOCT SPD ADR	111013108		4/12/2013		6/28/2013	869	962				-93
82	X	BRITISH SKY BDOCT SPD ADR	111013108		8/23/2012		6/28/2013	1,014	1,022				-8
83	X	BRITISH SKY BDOCT SPD ADR	111013108		1/12/2012		6/28/2013	917	915				2
84	X	BRITISH SKY BDOCT SPD ADR	111013108		5/18/2012		6/28/2013	1,400	1,270				130
85	X	BRITISH SKY BDOCT SPD ADR	111013108		5/21/2012		6/28/2013	1,593	1,461				132
86	X	CST BRANDS INC SHS	12646R105		1/12/2011		5/13/2013	28	16				12
87	X	CST BRANDS INC SHS	12646R105		1/14/2011		5/15/2013	261	147				114
88	X	CST BRANDS INC SHS	12646R105		1/14/2011		5/15/2013	163	91				72
89	X	CST BRANDS INC SHS	12646R105		1/12/2011		5/15/2013	685	333				352
90	X	CST BRANDS INC SHS	12646R105		1/15/2011		5/15/2013	196	110				86
91	X	CVS CAREMARK CORP	126650100		7/9/2012		6/14/2013	2,959	2,367				592
92	X	CVS CAREMARK CORP	126650100		9/24/2012		6/28/2013	4,485	3,806				679
93	X	CVS CAREMARK CORP	126650100		7/16/2012		6/28/2013	1,930	1,635				295
94	X	CVS CAREMARK CORP	126650100		7/11/2012		6/28/2013	2,498	2,067				431
95	X	CVS CAREMARK CORP	126650100		7/13/2012		6/28/2013	1,760	1,491				269
96	X	CVS CAREMARK CORP	126650100		7/9/2012		6/28/2013	1,192	994				198
97	X	CVS CAREMARK CORP	126650100		7/12/2012		6/28/2013	1,874	1,570				304
98	X	CVS CAREMARK CORP	126650100		7/10/2012		6/28/2013	4,031	3,360				671
99	X	CAPCOM CO LTD ADR	13916V107		4/2/2013		6/28/2013	357	356				1
100	X	CAPCOM CO LTD ADR	13916V107		4/1/2013		6/28/2013	1,239	1,245				-6
101	X	CAPCOM CO LTD ADR	13916V107		4/1/2013		6/28/2013	992	979				13
102	X	CHEVRON CORP	166764100		5/14/2009		6/14/2013	1,205	882				523
103	X	CHEVRON CORP	166764100		5/14/2009		11/26/2013	1,971	1,091				880
104	X	CHEVRON CORP	166764AA8		12/3/2012		6/27/2013	3,913	4,036				-123
105	X	CHEVRON CORP	166764AA8		12/3/2012		6/27/2013	3,913	4,036				0
106	X	CHEVRON CORP	166764AA8		12/7/2012		3/4/2014	3,979	4,042				-63
107	X	CHEVRON CORP	166764AA8		12/3/2012		3/4/2014	24,866	25,188				-322
108	X	CHINA LIFE INS CO SP ADR	16939P106		9/2/2011		6/20/2013	497	507				-10
109	X	CHINA LIFE INS CO SP ADR	16939P106		10/18/2011		6/21/2013	1,080	1,137				-77
110	X	CHINA LIFE INS CO SP ADR	16939P106		9/2/2011		6/21/2013	212	217				-5
111	X	CHINA LIFE INS CO SP ADR	16939P106		5/1/2013		6/21/2013	1,343	1,570				-227
112	X	CHINA LIFE INS CO SP ADR	16939P106		1/10/2012		6/21/2013	177	193				-16
113	X	CHUBB CORP	171232101		5/14/2009		6/14/2013	1,730	804				926
114	X	CHUBB CORP	171232101		5/14/2009		6/28/2013	7,123	3,377				3,746
115	X	CHUBB CORP	171232101		5/14/2009		11/26/2013	777	322				455
116	X	CISCO SYSTEMS INC	17275RAE2		2/24/2009		6/27/2013	7,968	6,786				1,182
117	X	CISCO SYSTEMS INC	17275RAE2		6/12/2012		6/14/2013	1,138	982				156
118	X	CITIGROUP INC COM NEW	172967424		6/18/2012		6/28/2013	2,964	1,646				1,318
119	X	CITIGROUP INC COM NEW	172967424		6/18/2012		6/28/2013	1,248	726				522
120	X	CITIGROUP INC COM NEW	172967424		6/15/2012		6/28/2013	2,160	1,257				903
121	X	CITIGROUP INC COM NEW	172967424		6/13/2012		6/28/2013	2,208	1,282				926
122	X	CITIGROUP INC COM NEW	172967424		6/14/2012		6/28/2013	2,160	1,255				905
123	X	CITIGROUP INC COM NEW	172967424		6/12/2012		6/28/2013	8,400	4,802				3,598
124	X	CITIGROUP INC COM NEW	172967424		10/31/2012		6/28/2013	192	149				43
125	X	CITIGROUP INC COM NEW	172967424		10/31/2012		6/28/2013	531	373				158
126	X	CITIGROUP INC	172967FT3		11/17/2011		6/27/2013	5,217	4,786				431
127	X	COCA COLA COM	191216100		9/10/2012		6/14/2013	1,212	1,135				77
128	X	COCA COLA COM	191216100		9/11/2012		11/26/2013	243	227				16
129	X	COCA COLA COM	191216100		9/10/2012		11/26/2013	1,012	946				66
130	X	COCA COLA COM	191216100		9/12/2012		3/19/2014	77	76				1
131	X	COCA COLA COM	191216100		9/11/2012		3/19/2014	1,881	1,855				26
132	X	COMCAST CORP NEW CL A	20030N101		9/24/2012		6/14/2013	3,183	2,923				260
133	X	COMCAST CORP NEW CL A	20030N101		10/5/2012		6/28/2013	493	442				51
134	X	COMCAST CORP NEW CL A	20030N101		9/24/2012		6/28/2013	7,976	7,089				887
135	X	COMCAST CORP NEW CL A	20030N101		10/4/2012		6/28/2013	10,443	9,301				1,142
136	X	COMCAST CRP NEW CL A SP	20030N200		6/28/2013		11/26/2013	866	709				157

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions										Amount		Totals		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Short Term CG Distributions										232		Capital Gains/Losses		1,395,467		1,232,779		162,688	
												Other sales							
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improve-ments	Depreciation	Adjustments	Net Gain or Loss					
137	X CIE FINANCIERE RICHEMONT	204319107			4/24/2013		6/28/2013	3,133	2,834				0	299					
138	X CIE FINANCIERE RICHEMONT	204319107			4/24/2013		6/28/2013	2,834	2,556				0	278					
139	X CIE FINANCIERE RICHEMONT	204319107			5/3/2013		6/28/2013	704	666				0	38					
140	X CONOCOPHILLIPS	20825C104			6/28/2013		11/26/2013	436	363				0	73					
141	X CONSOL ENERGY INC COM	20854P109			6/28/2013		9/24/2013	308	244				0	64					
142	X CONSOL ENERGY INC COM	20854P109			6/28/2013		9/25/2013	881	705				0	176					
143	X CONSOL ENERGY INC COM	20854P109			6/28/2013		9/26/2013	1,081	868				0	213					
144	X CONSOL ENERGY INC COM	20854P109			6/28/2013		9/27/2013	236	190				0	46					
145	X CREDIT SUISSE GP SP ADR	225401108			4/11/2013		5/31/2013	8	7				0	1					
146	X CREDIT SUISSE GP SP ADR	225401108			1/15/2013		6/28/2013	823	846				0	-23					
147	X CREDIT SUISSE GP SP ADR	225401108			2/27/2013		6/28/2013	1,195	1,199				0	-4					
148	X CREDIT SUISSE GP SP ADR	225401108			1/16/2013		6/28/2013	4,223	4,328				0	-105					
149	X CREDIT SUISSE GP SP ADR	225401108			4/11/2013		6/28/2013	744	768				0	-24					
150	X CREDIT SUISSE FB USA INC	22541LARA			12/12/2008		6/27/2013	4,241	3,526				0	715					
151	X CREDIT SUISSE FB USA INC	22541LARA			2/27/2009		6/27/2013	3,181	2,762				0	419					
152	X DBS GROUP HLDGS SPN ADR	23304Y100			6/28/2013		11/26/2013	761	686				0	75					
153	X DBS GROUP HLDGS SPN ADR	23304Y100			6/28/2013		12/10/2013	1,872	1,714				0	158					
154	X DEERE CO	244199105			6/28/2013		11/26/2013	506	500				0	6					
155	X DEERE CO	244199105			6/28/2013		1/31/2014	6,818	6,581				0	237					
156	X DEERE & COMPANY	244199105			6/28/2013		2/3/2014	1,530	1,500				0	30					
157	X DEERE & COMPANY	2441998E4			6/12/2012		6/27/2013	950	1,004				0	-54					
158	X DEERE & COMPANY	2441998E4			6/12/2012		6/27/2013	3,799	4,018				0	219					
159	X DEERE & COMPANY	2441998E4			6/12/2012		6/27/2013	3,799	4,018				0	219					
160	X DEERE & COMPANY	2441998E4			6/12/2012		3/4/2014	21,156	22,091				0	-935					
161	X DEUTSCHE POST AG SHS	25157Y202			6/28/2013		12/9/2013	2,733	1,974				0	759					
162	X DIAGEO PLC SPSD ADR NEW	25243Q205			6/28/2013		11/26/2013	1,661	1,491				0	170					
163	X DISNEY (WALT) CO COM STK	254687106			12/11/2012		6/14/2013	1,279	997				0	282					
164	X DISNEY (WALT) CO COM STK	254687106			12/13/2012		6/28/2013	2,955	2,271				0	684					
165	X DISNEY (WALT) CO COM STK	254687106			12/11/2012		6/28/2013	5,653	4,366				0	1,267					
166	X DISNEY (WALT) CO COM STK	254687106			12/12/2012		6/28/2013	4,818	3,741				0	1,077					
167	X DISCOVER FINL SVCS	254709108			10/12/2011		6/28/2013	1,940	1,061				0	879					
168	X DISCOVER FINL SVCS	254709108			5/6/2013		6/28/2013	3,218	3,149				0	69					
169	X DISCOVER FINL SVCS	254709108			5/23/2011		6/28/2013	4,733	2,463				0	2,270					
170	X DISCOVER FINL SVCS	254709108			5/24/2011		6/28/2013	2,366	1,199				0	1,167					
171	X DISCOVER FINL SVCS	254709108			6/28/2013		11/26/2013	730	628				0	102					
172	X DOVER CORP	25746U109			6/28/2013		6/28/2013	488	488				0	215					
173	X DOVER CORP	260003108			5/14/2009		6/28/2013	8,361	3,361				0	5,000					
174	X DOW CHEMICAL CO	260543103			6/28/2013		11/26/2013	311	260				0	51					
175	X DR PEPPER SNAPPLE GROUP	26138E109			7/19/2010		6/28/2013	1,289	1,089				0	200					
176	X DR PEPPER SNAPPLE GROUP	26138E109			7/29/2010		6/28/2013	4,143	3,617				0	526					
177	X DR PEPPER SNAPPLE GROUP	26138E109			10/12/2011		6/28/2013	967	829				0	138					
178	X DR PEPPER SNAPPLE GROUP	26138E109			7/20/2010		6/28/2013	1,473	1,262				0	211					
179	X DU PONT E I DE NEMOURS	263534109			6/28/2013		11/26/2013	982	853				0	129					
180	X DUKE ENERGY CORP NEW	26441C204			6/28/2013		11/26/2013	354	340				0	14					
181	X E M C CORPORATION MASS	26648102			11/12/2012		6/28/2013	5,556	5,971				0	-415					
182	X E M C CORPORATION MASS	26648102			10/31/2012		6/28/2013	2,321	2,427				0	-106					
183	X E M C CORPORATION MASS	26648102			11/2/2012		6/28/2013	1,149	1,232				0	-83					
184	X ENI S P A SPONSORED ADR	26874R108			6/28/2013		11/26/2013	627	539				0	88					
185	X EMERSON ELEC CO	291011104			6/28/2013		11/12/2013	5,111	4,245				0	866					
186	X EMERSON ELEC CO	291011104			6/28/2013		12/9/2013	5,129	4,190				0	939					
187	X ENBRIDGE INC COM	29250N105			6/28/2013		11/26/2013	556	548				0	8					
188	X EXXON MOBIL CORP COM	30231G102			5/14/2009		6/14/2013	2,269	1,747				0	522					
189	X EXXON MOBIL CORP COM	30231G102			5/14/2009		6/14/2013	454	350				0	104					
190	X EXXON MOBIL CORP COM	30231G102			5/14/2009		6/28/2013	8,908	6,926				0	1,982					
191	X EXXON MOBIL CORP COM	30231G102			7/9/2012		6/28/2013	810	752				0	58					
192	X EXXON MOBIL CORP COM	30231G102			10/12/2011		6/28/2013	990	850				0	140					
193	X EXXON MOBIL CORP COM	30231G102			7/9/2012		11/26/2013	1,039	920				0	119					
194	X FANUC LTD-UNSP	307305102			12/6/2012		5/21/2013	1,776	1,956				0	-180					
195	X FANUC LTD-UNSP	307305102			11/27/2012		5/21/2013	3,343	3,678				0	-333					
196	X FANUC LTD-UNSP	307305102			11/12/2012		5/21/2013	705	806				0	-101					
197	X DEERE & COMPANY	2441998E4			6/12/2012		3/4/2014	3,846	4,147				0	-301					
198	X DEERE & COMPANY	2441998E4			6/12/2012		3/4/2014	3,846	4,147				0	-196					
199	X DEUTSCHE POST AG SHS	25157Y202			6/28/2013		11/26/2013	778	575				0	203					
200	X FEDERAL HOME LN MTG COR	31344A4K8			7/8/2008		6/27/2013	3,052	3,007				0	45					
201	X FEDERAL HOME LN MTG COR	31344A4K8			7/8/2008		6/27/2013	5,087	5,012				0	75					
202	X FEDERAL HOME LN MTG COR	31344A4K8			12/12/2008		6/27/2013	4,070	4,035				0	35					
203	X FEDERAL HOME LN MTG COR	31344A4K8			3/10/2011		11/15/2013	4,000	4,000				0	0					
204	X FEDERAL HOME LN MTG COR	31344A4K8			6/17/2013		11/15/2013	3,000	3,057				0	-57					

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

										Amount												Totals		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
										232												Capital Gains/Losses		1,395,467		1,232,779		162,688	
										Long Term CG Distributions												Other sales							
										Short Term CG Distributions																			

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions										Short Term CG Distributions										Amount		Totals																	
Check "X" to include in Part IV										Description										CUSIP #		Capital Gains/Losses										Other sales		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Check "X" to include in Part IV										Description										CUSIP #		Capital Gains/Losses										Other sales		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Check "X" to include in Part IV										Description										CUSIP #		Capital Gains/Losses										Other sales		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Check "X" to include in Part IV										Description										CUSIP #		Capital Gains/Losses										Other sales		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
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Check "X" to include in Part IV										Description										CUSIP #		Capital Gains/Losses										Other sales		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	232
Short Term CG Distributions	

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Amount										Totals		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Long Term CG Distributions										Capital Gains/Losses		1,395,467		1,232,779		162,688	
Short Term CG Distributions										Other sales		0		0		0	
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss			
477	X VODAFONE GROUP PLC SP AD	92857W209			2/16/2012		8/29/2013	443	385				0	58			
478	X VODAFONE GROUP PLC SP AD	92857W209			3/27/2012		11/26/2013	111	84				0	27			
479	X VODAFONE GROUP PLC SP AD	92857W209			5/16/2012		11/26/2013	519	378				0	141			
480	X VODAFONE GROUP PLC SHS	92857W308			6/4/2013		3/19/2014	17	24				0	-7			
481	X VODAFONE GROUP PLC SHS	92857W308			5/16/2012		3/25/2014	1,471	1,978				0	-507			
482	X VODAFONE GROUP PLC SHS	92857W308			10/18/2012		3/25/2014	699	995				0	-296			
483	X VODAFONE GROUP PLC SHS	92857W308			11/19/2012		4/2/2014	550	735				0	-185			
484	X VODAFONE GROUP PLC SHS	92857W308			4/2/2013		4/2/2014	1,028	1,511				0	-483			
485	X VODAFONE GROUP PLC SHS	92857W308			10/18/2012		4/2/2014	844	1,204				0	-360			
486	X WAL-MART STORES INC	931142103			6/28/2013		11/26/2013	482	453				0	29			
487	X WANT WANT CHINA-UNSPON	93370R107			9/27/2012		6/28/2013	485	444				0	41			
488	X WANT WANT CHINA-UNSPON	93370R107			1/29/2013		6/28/2013	831	818				0	13			
489	X WANT WANT CHINA-UNSPON	93370R107			9/28/2012		6/28/2013	1,178	1,089				0	89			
490	X WANT WANT CHINA-UNSPON	93370R107			9/25/2012		6/28/2013	346	316				0	30			
491	X WANT WANT CHINA-UNSPON	93370R107			9/25/2012		6/28/2013	277	252				0	25			
492	X WANT WANT CHINA-UNSPON	93370R107			2/22/2013		6/28/2013	1,316	1,261				0	55			
493	X WANT WANT CHINA-UNSPON	93370R107			12/19/2012		6/28/2013	693	692				0	1			
494	X WANT WANT CHINA-UNSPON	93370R107			9/24/2012		6/28/2013	416	374				0	42			
495	X WELLS FARGO & CO NEW DE	949746101			6/28/2013		11/26/2013	1,384	1,287				0	97			
496	X WELLS FARGO & COMPANY	949748FG0			1/9/2013		6/27/2013	1,951	2,008				0	-57			
497	X WELLS FARGO & COMPANY	949748FG0			1/9/2013		6/27/2013	1,951	2,008				57	0			
498	X WEYERHAEUSER CO	962166104			6/28/2013		11/26/2013	533	507				0	26			
499	X ZURICH INSURANCE GROUP	989825104			9/19/2012		6/28/2013	727	678				0	49			
500	X ZURICH INSURANCE GROUP	989825104			5/31/2012		6/28/2013	571	418				0	153			
501	X ZURICH INSURANCE GROUP	989825104			5/7/2012		6/28/2013	3,737	3,204				0	533			
502	X ZURICH INSURANCE GROUP	989825104			4/12/2013		6/28/2013	727	756				0	-29			
503	X ZURICH INSURANCE GROUP	989825104			6/8/2012		6/28/2013	960	710				0	250			
504	X ZURICH INSURANCE GROUP	989825104			11/12/2012		6/28/2013	934	822				0	112			
505	X EUTELSAT COMMUNICATION	F3692M128			6/28/2013		11/26/2013	618	605				0	13			
506	X LEGRAND SA	F56196185			6/28/2013		8/29/2013	2,239	2,094				0	185			
507	X LEGRAND SA	F56196185			6/28/2013		8/29/2013	378	327				0	51			
508	X INGERSOLL-RAND PLC	G47791101			11/13/2012		6/14/2013	1,692	1,365				0	307			
509	X INGERSOLL-RAND PLC	G47791101			11/13/2012		6/28/2013	1,996	1,662				0	334			
510	X INGERSOLL-RAND PLC	G47791101			11/14/2012		6/28/2013	4,491	3,704				0	787			
511	X LIBERTY GLOBAL PLC CL A	G54800104			11/6/2012		6/28/2013	1,402	1,113				0	288			
512	X LIBERTY GLOBAL PLC CL A	G54800104			9/19/2012		6/28/2013	885	696				0	189			
513	X LIBERTY GLOBAL PLC CL A	G54800104			1/9/2012		6/28/2013	738	419				0	319			
514	X LIBERTY GLOBAL PLC CL A	G54800104			4/9/2013		6/28/2013	664	666				0	-2			
515	X LIBERTY GLOBAL PLC CL A	G54800104			12/18/2012		6/28/2013	590	500				0	90			
516	X LIBERTY GLOBAL PLC CL A	G54800104			8/22/2012		6/28/2013	1,476	1,101				0	375			
517	X STANDARD CHARTERED ORC	G84228157			5/16/2013		6/28/2013	567	659				0	-72			
518	X STANDARD CHARTERED ORC	G84228157			5/20/2013		6/28/2013	2,044	2,327				0	-283			
519	X STANDARD CHARTERED ORC	G84228157			5/17/2013		6/28/2013	2,392	2,713				0	-321			
520	X ACE LIMITED	H0023R105			6/28/2013		11/26/2013	308	269				0	39			
521	X JAPAN TOBACCO INC 2914	J27869106			2/6/2013		5/21/2013	3,268	2,943				0	325			
522	X JAPAN TOBACCO INC 2914	J27869106			2/6/2013		5/21/2013	431	396				0	35			
523	X JAPAN TOBACCO INC 2914	J27869106			2/6/2013		11/26/2013	688	661				0	27			
524	X ASML HLDG NV NV REG SHS	N07059210			9/28/2012		5/29/2013	2,164	1,472				0	692			
525	X ASML HLDG NV NV REG SHS	N07059210			10/1/2012		6/28/2013	1,969	1,425				0	543			
526	X ASML HLDG NV NV REG SHS	N07059210			11/9/2012		6/28/2013	1,024	763				0	261			
527	X INGERSOLL-RAND PLC	G47791101			11/15/2012		6/28/2013	4,380	3,583				0	797			
528	X ASML HLDG NV NV REG SHS	N07059210			11/10/2013		6/28/2013	1,396	1,396				0	298			
529	X ASML HLDG NV NV REG SHS	N07059210			11/6/2012		6/28/2013	1,811	1,390				0	421			
530	X ASML HLDG NV NV REG SHS	N07059210			12/20/2012		6/28/2013	2,362	1,943				0	419			
531	X YANDEX NV CL A	N97284108			2/22/2013		6/10/2013	775	685				0	90			
532	X YANDEX NV CL A	N97284108			2/25/2013		6/10/2013	561	507				0	54			
533	X YANDEX NV CL A	N97284108			4/11/2013		6/28/2013	661	548				0	113			
534	X YANDEX NV CL A	N97284108			4/12/2013		6/28/2013	275	229				0	46			
535	X YANDEX NV CL A	N97284108			4/1/2013		6/28/2013	1,074	900				0	174			
536	X YANDEX NV CL A	N97284108			2/25/2013		6/28/2013	1,680	1,473				0	207			
537	X YANDEX NV CL A	N97284108			3/28/2013		6/28/2013	468	394				0	74			
538	X KONE OYJ	X45511105			6/28/2013		11/26/2013	556	478				0	78			
539	X PT BANK RAKYAT INDONESIA	Y0697U112			6/27/2012		5/2/2013	551	374				0	177			
540	X PT BANK RAKYAT INDONESIA	Y0697U112			7/31/2012		5/2/2013	181	138				0	43			
541	X PT BANK RAKYAT INDONESIA	Y0697U112			7/31/2012		5/2/2013	866	700				0	166			
542	X PT BANK RAKYAT INDONESIA	Y0697U112			7/31/2012		5/7/2013	273	212				0	61			
543	X PT BANK RAKYAT INDONESIA	Y0697U112			8/9/2012		5/7/2013	152	119				0	33			
544	X PT BANK RAKYAT INDONESIA	Y0697U112			8/9/2012		5/8/2013	284	224				0	60			

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Amount										Totals										Net Gain or Loss																																	
Long Term CG Distributions										Capital Gains/Losses										Net Gain or Loss																																	
Short Term CG Distributions										Other sales										Net Gain or Loss																																	
232										0										1,232,779		162,698																															
Check "X" to include in Part IV										Description										CUSIP #										Purchaser		Check "X" if Purchaser is a Business		Date Acquired		Acquisition Method		Date Sold		Gross Sales Price		Cost or Other Basis		Valuation Method		Expense of Sale and Cost of Improvements		Depreciation		Adjustments		Net Gain or Loss	
545	X	PT BANK RAKYAT INDONESIA								Y06971112						8/9/2012				5/10/2013		492		390														102															
546	X	PT BANK RAKYAT INDONESIA								Y06971112						8/9/2012				5/13/2013		783		630														153															
547	X	SCHLUMBERGER LTD								806857108						6/28/2013				11/26/2013		356		288														68															
548	X	SEMPRA ENERGY								816931109						6/28/2013				11/26/2013		353		328														25															
549	X	SHELL INTERNATIONAL FIN								822592AJ1						9/17/2009				6/27/2013		8,865		7,959														906															
550	X	SINGAPORE TELECOMM LT A								82929R304						6/28/2013				11/26/2013		412		418														-6															
551	X	SUNCOR ENERGY INC NEW								867224107						1/16/2013				6/28/2013		3,567		4,154														-587															
552	X	SUNCOR ENERGY INC NEW								867224107						1/14/2013				6/28/2013		2,830		3,298														-468															
553	X	SUNCOR ENERGY INC NEW								867224107						2/20/2013				6/28/2013		943		1,013														-70															
554	X	SUNCOR ENERGY INC NEW								867224107						1/15/2013				6/28/2013		2,830		3,307														-477															
555	X	SUNCOR ENERGY INC NEW								867224107						1/17/2013				6/28/2013		2,388		2,801														-413															
556	X	SUNTRUST BKS INC COM								867914103						1/14/2013				11/26/2013		1,736		1,553														183															
557	X	SUNTRUST BKS INC COM								867914103						1/14/2013				11/26/2013		584		452														132															
558	X	SVENSKA HANDELSBANKEN								86959C103						6/28/2013				11/26/2013		741		648														93															
559	X	SVENSKA HANDELSBANKEN								86959C103						6/28/2013				12/9/2013		2,138		1,904														234															
560	X	SWATCH GROUP AG UNSPON								870123106						10/2/2012				6/28/2013		2,339		1,783														556															
561	X	SWATCH GROUP AG UNSPON								870123106						5/2/2013				6/28/2013		3,074		3,280														-206															
562	X	SWATCH GROUP AG UNSPON								870123106						11/12/2012				6/28/2013		1,387		1,141														246															
563	X	SYNGENTA AG ADR								87160A100						8/29/2013				11/26/2013		233		235													0																
564	X	TRW AUTOMOTIVE HLDGS CF								87264S106						2/21/2013				6/28/2013		1,000		863													137																
565	X	TRW AUTOMOTIVE HLDGS CF								87264S106						2/20/2013				6/28/2013		1,600		1,460													140																
566	X	TRW AUTOMOTIVE HLDGS CF								87264S106						2/26/2013				6/28/2013		600		514													86																
567	X	TRW AUTOMOTIVE HLDGS CF								87264S106						2/25/2013				6/28/2013		2,067		1,808														259															
568	X	TRW AUTOMOTIVE HLDGS CF								87264S106						2/22/2013				6/28/2013		2,067		1,798														269															
569	X	TERADATA CORP DEL								88076W103						1/15/2012				6/28/2013		750		969													-239																
570	X	TERADATA CORP DEL								88076W103						11/15/2012				6/28/2013		1,451		1,909														-135															
571	X	TERADATA CORP DEL								88076W103						1/14/2013				6/28/2013		2,701		3,483														-458															
572	X	TERADATA CORP DEL								88076W103						11/13/2012				6/28/2013		2,701		3,483														-782															
573	X	TERADATA CORP DEL								88076W103						11/14/2012				6/28/2013		2,651		3,409														-758															
574	X	TESCO PLC SPNRD ADR								881575302						6/28/2013				9/10/2013		1,933		1,680														253															
575	X	TESCO PLC SPNRD ADR								881575302						6/28/2013				9/11/2013		4,478		3,879														599															
576	X	TESCO PLC SPNRD ADR								881575302						6/28/2013				9/12/2013		4,755		4,108														647															
577	X	3M COMPANY								88579Y101						6/25/2012				6/14/2013		2,222		1,719														503															
578	X	3M COMPANY								88579Y101						6/26/2012				6/28/2013		2,634		2,068														566															
579	X	3M COMPANY								88579Y101						6/28/2012				6/28/2013		2,524		1,991														533															
580	X	3M COMPANY								88579Y101						6/25/2012				6/28/2013		329		258														71															
581	X	3M COMPANY								88579Y101						6/29/2012				6/28/2013		2,634		2,144														490															
582	X	3M COMPANY								88579Y101						6/27/2012				6/28/2013		2,524		2,009														515															
583	X	TIME WARNER CABLE INC								88732J207						9/17/2012				6/3/2013		2,087		2,030														57															
584	X	3M COMPANY								88579Y101						9/24/2012				6/28/2013		1,317		1,126														191															
585	X	3M COMPANY								88579Y101						9/24/2012				11/26/2013		659		469														190															
586	X	TIME WARNER CABLE INC								88732J207						9/18/2012				6/4/2013		1,525		1,481														44															
587	X	TIME WARNER CABLE INC								88732J207						9/17/2012				6/4/2013		572		554														18															
588	X	TIME WARNER CABLE INC								88732J20																																											

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions										Amount		Totals			
Short Term CG Distributions										232		Capital Gains/Losses			
										Other sales		Other sales			
										1,395,467		0			
										0		1,232,779			
										0		0			
										162,688		162,688			
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Part I, Line 16c (990-PF) - Other Professional Fees

		25,123	15,074	0	10,049
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	MERILL LYNCH FEES AS AGENT	25,123	15,074		10,049

Part I, Line 18 (990-PF) - Taxes

		4,949	1,484	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	1,484	1,484		
2	PY EXCISE TAX DUE	1,273			
3	ESTIMATED EXCISE PAYMENTS	2,192			

Part I, Line 23 (990-PF) - Other Expenses

		427	177	0	250
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FEES	19	19		
2	INVESTMENT FEES	158	158		
3	STATE AGE FEES	250			250

Part II, Line 10a (990-PF) - Investments - U.S. and State Government Obligations

		Federal		State/Local		Federal		State/Local		Federal		State/Local	
		Num Shares/ Face Value		Book Value Beg of Year		Book Value End of Year		FMV Beg of Year		FMV End of Year		State/Local Obligation	
1	Description												
2	FEDERAL NATL MTG ASSOC		0		28,987		29,056						
3	FEDERAL HOME LN MTG CORP		0		32,082		32,008						
4	FEDERAL NATL MTG ASSOC		0		32,486		33,996						
5	U.S. TREASURY BOND		0		28,041		30,993						
6	U.S. TREASURY BOND 3 125% FEB 15 20		0		49,085		45,375						
7	U S TREASURY NOTE		0		27,063		28,275						
8	U.S. TREASURY NOTE		0		14,177		14,439						
9	U S TREASURY NOTE 2 000% FEB 15 20		0		87,905		85,607						

Part II, Line 10b (990-PF) - Investments - Corporate Stock

Sheet 11, Line 106 (330-111) - Investments - Corporate Stock							
Description		Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year	
1							
2	VERIZON COMMUNICATIONS INC	0		23,741		21,729	
3	WAL MART STORES INC	0		5,813		6,138	
4	WELLS FARGO & CO NEW	0		13,556		16,232	
5	WEYERHAEUSER CO COM	0		5,985		6,358	
6	EUTELSAT COMMUNICATIONS,	0		8,945		10,561	
7	LEGRAND SA	0		5,090		7,028	
8	ACE LIMITED	0		3,942		4,502	
9	JAPAN TOBACCO INC JPY50000 ORDS	0		14,395		14,193	
10	KONE OYJ	0		6,846		7,265	
11	AT&T INC	0		10,889		10,924	
12	ABBOTT LABORATORIES	0		2,430		2,673	
13	ABBVIE INC SHS	0		2,872		3,541	
14	ALTRIA GROUP INC	0		12,635		14,279	
15	AMERICAN EXPRESS COMPANY	0		4,784		5,596	
16	AMERICAN TOWER REIT INC	0		1,910		2,172	
17	ANHEUSER-BUSCH INBEV ADR	0		10,842		13,122	
18	ATLAS COPCO AB SPONSORED ADR	0		7,157		8,396	
19	BHP BILLITON PLC	0		6,055		7,635	
20	BHP BILLITON LIMITED	0		5,558		6,772	
21	BRISTOL MYERS SQUIBB CO COM	0		11,393		12,472	
22	BRITISH AMERICAN TOBACCO	0		11,948		13,227	
23	CME GROUP INC	0		4,072		3,871	
24	CHEVRONTEXACO CORP	0		18,108		27,238	
25	CHUBB CORPORATION COM	0		5,011		7,827	
26	CITIGROUP INC COM NEW	0		4,432		5,701	
27	COCA-COLA CO USD	0		21,986		22,598	
28	COMCAST CORP NEW	0		10,215		12,862	
29	CONOCOPHILLIPS	0		4,472		5,499	
30	DBS GROUP HLDGS LTD	0		5,087		5,621	
31	DEUTSCHE POST AG SHS	0		5,622		8,084	
32	DIAGEO PLC SPON ADR NEW	0		21,347		22,714	
33	DOMINION RES INC VA NEW	0		8,211		10,446	
34	DOW CHEMICAL COMPANY COMMON	0		2,721		4,192	
35	E I DU PONT DE NEMOURS & CO COMM	0		9,692		12,252	
36	DUKE ENERGY CORP NEW	0		3,533		3,873	
37	ENI S P A SPONSORED ADR	0		6,694		8,262	
38	ENBRIDGE INC	0		6,402		7,340	
39	EXXON MOBIL CORP	0		12,421		15,157	
40	FIFTH THIRD BANCORP	0		5,176		5,894	
41	GENERAL ELECTRIC CO	0		14,466		16,349	
42	GENERAL MILLS INC COM	0		3,975		4,348	
43	GENUINE PARTS CO	0		8,121		9,148	
44	GIVAUDAN SA UNSP ADR	0		5,270		6,390	
45	GLAXO SMITHKLINE PLC	0		16,000		17,331	
46	HSBC HLDGS PLC	0		7,645		8,006	

Part II, Line 10b (990-PF) - Investments - Corporate Stock

	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
47	HENNES AND MAURITZ AB-	0		7,783		9,920
48	HOME DEPOT INC USD 0.05	0		11,194		11,449
49	HONEYWELL INTL INC	0		5,505		6,410
50	IMPERIAL TOB GROUP PLC SPONSORED	0		18,409		21,885
51	INTEL CORPORATION	0		6,774		7,447
52	INTERNATIONAL BUSINESS MACHINES C	0		8,879		8,841
53	INTERNATIONAL PAPER COMPANY COMM	0		3,863		3,732
54	J P MORGAN CHASE & CO	0		11,543		17,578
55	JOHNSON & JOHNSON COM	0		15,000		17,624
56	KINDER MORGAN INC DEL	0		3,752		3,201
57	KRAFT FOODS GROUP INC	0		10,555		10,803
58	LOCKHEED MARTIN CORP	0		4,073		4,432
59	LORILLARD INC	0		11,623		15,806
60	MARATHON OIL CORP	0		3,972		4,157
61	MARATHON PETROLEUM CORP	0		4,032		5,298
62	MC DONALDS CORPORATION COMMON	0		27,366		27,981
63	MEADWESTVACO CORP	0		4,570		5,196
64	MERCK AND CO INC SHS	0		19,261		25,825
65	METLIFE INC	0		2,537		2,722
66	MICROSOFT CORP COM	0		20,645		26,826
67	MONDELEZ INTERNATIONAL	0		4,529		5,561
68	MORGAN STANLEY DEAN WITTER & CO	0		4,015		3,804
69	MOTOROLA SOLUTIONS INC	0		3,877		4,069
70	NATIONAL BK CDA MONTREAL QUE	0		4,145		4,808
71	NESTLE S A SPONSORED ADR	0		16,568		18,060
72	NEXTERA ENERGY INC SHS	0		8,195		10,085
73	NORTHEAST UTILITIES COMMON	0		4,126		4,631
74	NORTHROP GRUMMAN CORP	0		9,317		13,609
75	NOVARTIS AG SPNSRD ADR	0		14,881		18,257
76	JOHNSON CONTROLS INC	0		2,887		3,611
77	KIMBERLY-CLARK CORP COM	0		5,133		5,949
78	NOVO NORDISK A/S ADR	0		2,764		2,905
79	OCCIDENTAL PETROLEUM CORPORATIO	0		7,094		7,564
80	PEPSICO INC	0		9,275		9,706
81	PFIZER INC COM	0		23,459		28,402
82	PHILIP MORRIS INTL INC	0		16,598		17,684
83	PHILLIPS 66 SHS	0		2,194		3,079
84	PRAXAIR INC	0		5,975		6,789
85	PROCTER & GAMBLE CO COM	0		8,371		8,915
86	PRUDENTIAL FINL INC	0		8,415		9,198
87	QUALCOMM INC	0		4,130		4,250
88	RAYTHEON CO	0		6,108		12,317
89	REYNOLDS AMERN INC	0		6,693		7,731
90	ROCHE HLDG LTD SPONSORED ADR	0		13,622		16,639
91	ROGERS COMMUNICATIONS INC CL B	0		13,606		13,306
92	ROYAL DUTCH SHEL PLC	0		11,750		14,306

Part II, Line 10b (990-PF) - Investments - Corporate Stock

Corporate Stock							
Description		Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year	
93	SANOFI-SYNTHELABO	0		13,372		15,925	
94	SCHLUMBERGER LIMITED COM	0		4,247		5,991	
95	SEMPRA ENERGY	0		4,182		5,029	
96	SINGAPORE TELECOMM LT AD	0		4,884		5,015	
97	SUNTRUST BANKS INC	0		7,071		8,991	
98	SVENSKA HANDELSBANKEN AB	0		5,957		7,434	
99	SYNGENTA AG SPONS ADR	0		6,776		6,755	
100	3M CO	0		4,874		7,233	
101	TORONTO-DOMINION BANK (NEW)	0		4,514		5,386	
102	TOTAL FINA ELF S.A. ADR	0		13,308		18,522	
103	TRAVELERS COS INC	0		7,879		13,044	
104	US BANCORP DEL	0		13,578		16,557	
105	UNILEVER NV NY SHARE F NEW	0		16,721		18,027	
106	UNION PACIFIC CORP	0		5,454		6,094	
107	UNITED PARCEL SVC INC CL B	0		12,351		13,987	
108	UNITED TECHNOLOGIES CORP	0		15,364		19,524	
109	V F CORPORATION COM	0		7,470		9,530	

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

		313,962		245,914		0		259,119	
Description		Interest Rate	Maturity Date	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year		
1									
2	WELLS FARGO & COMPANY			0	15,055		14,895		
3	WELLS FARGO & COMPANY			0	15,119		15,026		
4	AT&T INC			0	24,499		27,214		
5	APPLE INC			0	30,338		28,965		
6	CISCO SYSTEMS INC			0	25,586		28,221		
7	CITIGROUP INC			0	13,797		14,968		
8	CREDIT SUISSE FIRST BOSTON USA			0	19,342		20,620		
9	GOLDMAN SACHS GROUP INC			0	23,945		26,823		
10	JPMORGAN CHASE & CO			0	23,880		25,433		
11	SHELL INTERNATIONAL FIN			0	26,784		28,811		
12	VERIZON COMMUNICATIONS			0	27,569		28,143		

Part II, Line 13 (990-PF) - Investments - Other

		0		147,548		148,413	
		Book Value		Book Value		FMV	
		Beg. of Year		End of Year		End of Year	
1	Asset Description					0	
2	BLACKROCK STRATEGIC			0		147,548	
						148,413	

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	COST BASIS ADJUSTMENT	1	2,692
2	GAIN ON PY SALES SETTLED IN CY	2	4,576
3	PURCHASE OF ACCRUED INTEREST C/O FROM PY	3	17
4	Total	4	7,285

Line 5 - Decreases not included in Part III, Line 2

1	BOND AMORTIZATION	1	3,935
2	Total	2	3,935

[illegible]

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions										232	Amount									
Short Term CG Distributions										0										
Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adj Basis	0	182,456	0	0	0	0	0	182,456
169 DISCOVER FINL SVCS	254709108		5/23/2011	6/28/2013	4,733			2,463	2,270	2,270	0	0	0	2,270	0	0	0	0	0	2,270
170 DISCOVER FINL SVCS	254709108		5/24/2011	6/28/2013	2,366			1,199	1,167	1,167	0	0	0	1,167	0	0	0	0	0	1,167
171 DOMINION RES INC NEW VA	25746U109		6/28/2013	11/26/2013	730			628	102	102	0	0	0	102	0	0	0	0	0	102
172 DOVER CORP	260003108		10/12/2011	6/28/2013	703			488	215	215	0	0	0	215	0	0	0	0	0	215
173 DOVER CORP	260003108		5/14/2009	6/28/2013	8,361			3,361	5,000	5,000	0	0	0	5,000	0	0	0	0	0	5,000
174 DOW CHEMICAL CO	260543103		6/28/2013	11/26/2013	311			260	51	51	0	0	0	51	0	0	0	0	0	51
175 DR PEPPER SNAPPLE GROUP	26138E109		7/19/2010	6/28/2013	1,289			1,089	200	200	0	0	0	200	0	0	0	0	0	200
176 DR PEPPER SNAPPLE GROUP	26138E109		7/19/2010	6/28/2013	4,143			3,617	526	526	0	0	0	526	0	0	0	0	0	526
177 DR PEPPER SNAPPLE GROUP	26138E109		10/12/2011	6/28/2013	967			829	138	138	0	0	0	138	0	0	0	0	0	138
178 DR PEPPER SNAPPLE GROUP	26138E109		7/20/2010	6/28/2013	1,473			1,262	211	211	0	0	0	211	0	0	0	0	0	211
179 DU PONT E I DE NEMOURS	263334109		6/28/2013	11/26/2013	982			853	129	129	0	0	0	129	0	0	0	0	0	129
180 DUKE ENERGY CORP NEW	26441C204		6/28/2013	11/26/2013	354			340	14	14	0	0	0	14	0	0	0	0	0	14
181 E M C CORPORATION MASS	266648102		6/28/2013	11/26/2013	5,556			5,971	-415	-415	0	0	0	-415	0	0	0	0	0	-415
182 E M C CORPORATION MASS	266648102		10/31/2012	6/28/2013	2,321			2,427	-106	-106	0	0	0	-106	0	0	0	0	0	-106
183 E M C CORPORATION MASS	266648102		11/2/2012	6/28/2013	1,149			1,232	-83	-83	0	0	0	-83	0	0	0	0	0	-83
184 ENI S P A SPONSORED ADR	26874R108		6/28/2013	11/26/2013	627			539	88	88	0	0	0	88	0	0	0	0	0	88
185 EMERSON ELEC CO	291011104		6/28/2013	11/26/2013	5,111			4,245	866	866	0	0	0	866	0	0	0	0	0	866
186 EMERSON ELEC CO	291011104		6/28/2013	11/26/2013	5,129			4,190	939	939	0	0	0	939	0	0	0	0	0	939
187 ENBRIDGE INC COM	29250N105		6/28/2013	11/26/2013	556			548	8	8	0	0	0	8	0	0	0	0	0	8
188 EXXON MOBIL CORP COM	30231G102		5/14/2009	6/14/2013	2,269			1,747	522	522	0	0	0	522	0	0	0	0	0	522
189 EXXON MOBIL CORP COM	30231G102		5/14/2009	6/14/2013	454			350	104	104	0	0	0	104	0	0	0	0	0	104
190 EXXON MOBIL CORP COM	30231G102		5/14/2009	6/28/2013	8,908			6,926	1,982	1,982	0	0	0	1,982	0	0	0	0	0	1,982
191 EXXON MOBIL CORP COM	30231G102		7/6/2012	6/28/2013	810			752	58	58	0	0	0	58	0	0	0	0	0	58
192 EXXON MOBIL CORP COM	30231G102		10/12/2011	6/28/2013	990			850	140	140	0	0	0	140	0	0	0	0	0	140
193 EXXON MOBIL CORP COM	30231G102		7/9/2012	11/26/2013	1,039			920	119	119	0	0	0	119	0	0	0	0	0	119
194 FANUC LTD-UNSP	307305102		12/6/2012	5/21/2013	1,776			1,956	-180	-180	0	0	0	-180	0	0	0	0	0	-180
195 FANUC LTD-UNSP	307305102		11/21/2012	5/21/2013	3,343			3,676	-333	-333	0	0	0	-333	0	0	0	0	0	-333
196 FANUC LTD-UNSP	307305102		11/11/2012	5/21/2013	705			806	-101	-101	0	0	0	-101	0	0	0	0	0	-101
197 DEERE & COMPANY	2441998E4		6/12/2012	3/4/2014	3,846			4,147	-301	-301	0	0	0	-301	0	0	0	0	0	-301
198 DEUTSCHE POST AG SHS	25157Y202		6/13/2012	3/4/2014	778			4,042	-196	-196	0	0	0	-196	0	0	0	0	0	-196
199 FEDERAL HOME LN MTG CORP	31344U1K8		6/28/2013	11/26/2013	3,052			575	203	203	0	0	0	203	0	0	0	0	0	203
200 FEDERAL HOME LN MTG CORP	31344U1K8		7/8/2008	6/27/2013	3,052			3,007	45	45	0	0	0	45	0	0	0	0	0	45
201 FEDERAL HOME LN MTG CORP	31344U1K8		7/8/2008	6/27/2013	5,087			5,012	75	75	0	0	0	75	0	0	0	0	0	75
202 FEDERAL HOME LN MTG CORP	31344U1K8		12/12/2008	6/27/2013	4,070			4,035	35	35	0	0	0	35	0	0	0	0	0	35
203 FEDERAL HOME LN MTG CORP	31344U1K8		3/10/2011	11/15/2013	4,000			4,000	0	0	0	0	0	0	0	0	0	0	0	0
204 FEDERAL HOME LN MTG CORP	31344U1K8		6/17/2013	11/15/2013	3,000			3,057	-57	-57	0	0	0	-57	0	0	0	0	0	-57
205 FEDERAL HOME LN MTG CORP	31344U1K8		12/12/2008	11/15/2013	23,000			23,000	0	0	0	0	0	0	0	0	0	0	0	0
206 FEDERAL HOME LN MTG CORP	31344U1K8		6/28/2013	11/15/2013	5,000			5,087	-87	-87	0	0	0	-87	0	0	0	0	0	-87
207 FEDERAL NATL MTG ASSOC	31350GBA0		8/2/2012	6/27/2013	4,182			4,204	-22	-22	0	0	0	-22	0	0	0	0	0	-22
208 FEDERAL NATL MTG ASSOC	31350GBA0		8/2/2012	6/27/2013	3,136			3,153	-17	-17	0	0	0	-17	0	0	0	0	0	-17
209 FEDERAL NATL MTG ASSOC	31350GBA0		8/2/2012	6/27/2013	2,091			2,102	-11	-11	0	0	0	-11	0	0	0	0	0	-11
210 FEDERAL NATL MTG ASSOC	31398A0N1		6/26/2007	6/27/2013	6,947			5,930	1,017	1,017	0	0	0	1,017	0	0	0	0	0	1,017
211 FEDERAL NATL MTG ASSOC	31398A0N1		12/12/2008	6/27/2013	4,632			4,313	319	319	0	0	0	319	0	0	0	0	0	319
212 FIFTH THIRD BANCORP	316773100		6/28/2013	11/26/2013	533			472	61	61	0	0	0	61	0	0	0	0	0	61
213 GENERAL ELECTRIC	368604103		6/28/2013	11/26/2013	1,998			957	143	143	0	0	0	143	0	0	0	0	0	143
214 GENERAL ELEC CAP CORP	36860G0R0		1/6/2013	6/27/2013	1,998			2,000	-2	-2	0	0	0	-2	0	0	0	0	0	-2
215 GENERAL ELEC CAP CORP	36860G0R0		1/6/2013	6/27/2013	2,963			2,999	-36	-36	0	0	0	-36	0	0	0	0	0	-36
216 GENERAL ELEC CAP CORP	36860G0R0		1/6/2013	6/27/2013	12,104			11,998	106	106	0	0	0	106	0	0	0	0	0	106
217 GENERAL ELEC CAP CORP	36860G0R0		1/6/2013	3/4/2014	2,077			2,003	74	74	0	0	0	74	0	0	0	0	0	74
218 GENERAL MILLS	370334104		6/28/2013	11/26/2013	352			340	12	12	0	0	0	12	0	0	0	0	0	12
219 GENUINE PARTS CO	372460105		6/28/2013	11/26/2013	3,509			3,328	181	181	0	0	0	181	0	0	0	0	0	181
220 GENUINE PARTS CO	372460105		6/28/2013	11/26/2013	245			232	13	13	0	0	0	13	0	0	0	0	0	13
221 GVAUDAN SA UNSP ADR	37636P108		6/28/2013	11/26/2013	533			494	39	39	0	0	0	39	0	0	0	0	0	39
222 GLAXOSMITHKLINE PLC ADR	37733W105		6/28/2013	11/26/2013	4,098			3,962	136	136	0	0	0	136	0	0	0	0	0	136
223 GLAXOSMITHKLINE PLC ADR	37733W105		6/28/2013	11/26/2013	367			351	16	16	0	0	0	16	0	0	0	0	0	16
224 GOLDMAN SACHS GROUP INC	38141G104		9/24/2012	6/14/2013	1,538			1,167	371	371	0	0	0</							

Long Term CG Distributions	Amount		232	Short Term CG Distributions										
	CUSIP #	How Acquired		Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	0	2,292	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis
Description of Property Sold	253	NIKE INC CL B	12/11/2012	6/14/2013	1,240	993	0	247	1,235,071	162,456	0	0	0	162,456
	254	NIKE INC CL B	12/11/2012	6/28/2013	3,867	0	0	690	0	0	0	0	0	690
	255	NIKE INC CL B	12/11/2012	6/28/2013	5,318	4,381	0	937	0	0	0	0	0	937
	256	NORTHEAST UTILITIES COM	6/28/2013	11/28/2013	333	337	0	-4	0	0	0	0	0	-4
	257	NORTHROP GRUMMAN CORP	6/28/2013	11/28/2013	1,118	832	0	286	0	0	0	0	0	286
	258	NOVARTIS ADR	6/28/2013	11/28/2013	1,348	1,348	0	0	0	0	0	0	0	0
	259	OCCIDENTAL PETE CORP CAL	6/28/2013	11/28/2013	682	629	0	53	0	0	0	0	0	53
	260	ORACLE CORP \$0.01 DEL	10/31/2012	6/14/2013	1,351	1,248	0	103	0	0	0	0	0	103
	261	ORACLE CORP \$0.01 DEL	11/7/2012	6/28/2013	1,594	1,841	0	-47	0	0	0	0	0	-47
	262	ORACLE CORP \$0.01 DEL	11/7/2012	6/28/2013	7,265	7,463	0	-198	0	0	0	0	0	-198
	263	ORACLE CORP \$0.01 DEL	10/31/2012	6/28/2013	2,330	2,370	0	-40	0	0	0	0	0	-40
	264	ORACLE CORP \$0.01 DEL	10/31/2012	6/28/2013	460	486	0	-26	0	0	0	0	0	-26
	265	PACIFICORP AMERICA	2/7/2013	6/28/2013	1,185	983	0	202	0	0	0	0	0	202
	266	PACIFICORP AMERICA	2/7/2013	6/28/2013	1,580	1,276	0	304	0	0	0	0	0	304
	267	PACIFICORP AMERICA	2/22/2013	6/28/2013	1,580	1,340	0	240	0	0	0	0	0	240
	268	PACIFICORP AMERICA	2/22/2013	6/28/2013	1,939	1,379	0	560	0	0	0	0	0	560
	269	PACIFICORP AMERICA	2/22/2013	6/28/2013	1,589	1,324	0	265	0	0	0	0	0	265
	270	PACIFICORP AMERICA	2/22/2013	6/28/2013	1,589	1,324	0	265	0	0	0	0	0	265
	271	PERSCO INC	6/28/2013	11/28/2013	852	821	0	31	0	0	0	0	0	31
	272	PERNO-HICARD SA-UNSPON	3/27/2013	6/28/2013	571	631	0	-60	0	0	0	0	0	-60
	273	PERNO-HICARD SA-UNSPON	3/27/2013	6/28/2013	1,033	1,221	0	-188	0	0	0	0	0	-188
	274	PERNO-HICARD SA-UNSPON	3/27/2013	6/28/2013	1,297	1,466	0	-169	0	0	0	0	0	-169
	275	PERNO-HICARD SA-UNSPON	3/27/2013	6/28/2013	3,473	4,011	0	-538	0	0	0	0	0	-538
	276	PFFZER INC	8/13/2012	6/14/2013	3,205	2,923	0	282	0	0	0	0	0	282
	277	PFFZER INC	8/13/2012	6/14/2013	1,379	1,037	0	342	0	0	0	0	0	342
	278	PFFZER INC	8/13/2012	6/14/2013	641	477	0	164	0	0	0	0	0	164
	279	PHILIP MORRIS INTL INC	10/17/2011	6/14/2013	2,768	2,025	0	743	0	0	0	0	0	743
	280	PHILIP MORRIS INTL INC	10/17/2011	6/14/2013	1,363	1,080	0	283	0	0	0	0	0	283
	281	PHILIP MORRIS INTL INC	10/17/2011	6/14/2013	5,437	4,253	0	1,184	0	0	0	0	0	1,184
	282	PHILIPS 66 SHS	6/28/2013	11/28/2013	208	178	0	30	0	0	0	0	0	30
	283	PRAXAIR INC	6/28/2013	11/28/2013	504	460	0	44	0	0	0	0	0	44
	284	PROCTER & GAMBLE CO	7/42/18109	6/28/2013	856									

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions		232	Amount		1,395,235	2,292	1,235,071	162,456	F M V as of 12/31/169	Adjusted Basis as of 12/31/169	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
Short Term CG Distributions		0										
Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss			
337 MEDWESTVACO CORP	583334107		6/28/2013	11/26/2013	456			447	9	0	0	162,456
338 MERCADOLIBRE INC	50733R102		10/13/2010	5/6/2013	119			65	54	0	0	162,456
339 MERCADOLIBRE INC	50733R102		9/1/2010	5/6/2013	1,423			818	605	0	0	162,456
340 MERCADOLIBRE INC	50733R102		10/13/2010	5/6/2013	1,411			650	491	0	0	162,456
341 MERCADOLIBRE INC	50733R102		5/30/2012	6/20/2013	73			73	39	0	0	162,456
342 MERCADOLIBRE INC	50733R102		10/13/2010	6/20/2013	1,121			650	471	0	0	162,456
343 MERCADOLIBRE INC	50733R102		2/27/2012	6/28/2013	2,041			1,609	432	0	0	162,456
344 MERCADOLIBRE INC	50733R102		12/18/2012	6/28/2013	967			718	249	0	0	162,456
345 MERCADOLIBRE INC	50733R102		5/30/2012	6/28/2013	1,504			1,019	485	0	0	162,456
346 MERCK AND CO INC SHS	588331105		6/25/2012	6/14/2013	1,914			1,597	317	0	0	162,456
347 MERCK AND CO INC SHS	588331105		6/25/2012	11/26/2013	1,291			1,039	253	0	0	162,456
348 MERCK AND CO INC SHS	588331105		6/25/2012	11/26/2013	894			722	172	0	0	162,456
349 MERCK AND CO INC SHS	588331105		6/28/2012	4/20/2014	2,473			1,784	709	0	0	162,456
350 RAYTHEON CO DELAWARE NEW	75511507		5/14/2009	6/28/2013	199			142	57	0	0	162,456
351 RAYTHEON CO DELAWARE NEW	75511507		5/14/2009	11/26/2013	962			522	440	0	0	162,456
352 REYNOLDS AMERICAN INC	761713106		6/28/2012	11/26/2013	607			587	20	0	0	162,456
353 ROCHE HLDG LTD SPN ADR	771185104		2/24/2012	5/18/2013	1,471			1,025	446	0	0	162,456
354 ROCHE HLDG LTD SPN ADR	771185104		5/31/2012	5/18/2013	512			316	196	0	0	162,456
355 ROCHE HLDG LTD SPN ADR	771185104		5/31/2012	5/20/2013	824			513	311	0	0	162,456
356 ROCHE HLDG LTD SPN ADR	771185104		7/8/2012	5/20/2013	444			302	142	0	0	162,456
357 ROCHE HLDG LTD SPN ADR	771185104		7/8/2012	5/21/2013	1,843			1,251	592	0	0	162,456
358 ROCHE HLDG LTD SPN ADR	771185104		7/8/2012	7/11/2013	439			338	101	0	0	162,456
359 ROCHE HLDG LTD SPN ADR	771185104		7/8/2012	7/11/2013	376			259	117	0	0	162,456
360 ROCHE HLDG LTD SPN ADR	771185104		8/8/2012	7/11/2013	2,509			1,795	714	0	0	162,456
361 ROCHE HLDG LTD SPN ADR	771185104		10/18/2012	11/26/2013	418			304	114	0	0	162,456
362 ROCHE HLDG LTD SPN ADR	771185104		9/19/2012	11/26/2013	905			627	278	0	0	162,456
363 ROGERS COMMUNICATIONS B	775108200		6/28/2013	11/26/2013	883			783	100	0	0	162,456
364 ROSS STORES INC COM	77289103		5/14/2009	6/14/2013	1,298			935	363	0	0	162,456
365 ROSS STORES INC COM	77289103		10/17/2011	6/28/2013	1,048			677	369	0	0	162,456
366 ROSS STORES INC COM	77289103		9/14/2009	6/28/2013	5,292			2,576	6,706	0	0	162,456
367 ROYAL DUTCH SHELL PLC	780293107		6/12/2012	7/24/2013	2,631			2,208	167	0	0	162,456
368 ROYAL DUTCH SHELL PLC	780293107		7/8/2012	7/24/2013	719			594	155	0	0	162,456
369 GOLDMAN SACHS GROUP INC	38141G104		12/19/2012	6/28/2013	826			634	191	0	0	162,456
370 GOLDMAN SACHS GROUP INC	38141G104		8/29/2012	6/28/2013	1,241			931	310	0	0	162,456
371 GOLDMAN SACHS GROUP INC	38141G104		12/19/2012	6/28/2013	1,517			1,268	249	0	0	162,456
372 GOLDMAN SACHS GROUP INC	38141G104		12/19/2012	6/28/2013	879			710	169	0	0	162,456
373 GOLDMAN SACHS GROUP INC	38141G104		6/27/2012	6/28/2013	2,391			2,055	1,536	0	0	162,456
374 GOOGLE INC CL A	38239P508		6/27/2012	6/28/2013	4,391			2,986	1,505	0	0	162,456
375 GOOGLE INC CL A	38239P508		6/28/2012	6/28/2013	3,513			2,700	813	0	0	162,456
376 GOOGLE INC CL A	38239P508		6/28/2012	6/28/2013	3,513			2,700	813	0	0	162,456
377 GOOGLE INC CL A	38239P508		6/28/2012	6/28/2013	3,513			2,700	813	0	0	162,456
378 GOOGLE INC CL A	38239P508		12/17/2012	6/28/2013	3,513			2,700	813	0	0	162,456
379 GOOGLE INC CL A	38239P508		12/17/2012	6/28/2013	3,513			2,700	813	0	0	162,456
380 GOOGLE INC CL A	38239P508		6/28/2012	6/28/2013	4,391			2,986	1,505	0	0	162,456
381 HSBC HLDG PLC SP ADR	402804006		16/20/2012	11/26/2013	615			421	194	0	0	162,456
382 HENNESSY AND MAURITZ AB	425883105		6/28/2013	11/26/2013	1,694			1,323	361	0	0	162,456
383 HENNESSY AND MAURITZ AB	425883105		6/28/2013	12/9/2013	1,981			1,556	425	0	0	162,456
384 HENNESSY AND MAURITZ AB	425883105		6/28/2013	12/10/2013	2,452			1,928	524	0	0	162,456
385 HOME DEPOT INC	437076102		6/28/2013	11/26/2013	724			692	32	0	0	162,456
386 HONEYWELL INTL INC DEL	438516106		6/28/2013	11/26/2013	531			479	52	0	0	162,456
387 ITV PLC SHS	45089P107		4/12/2013	6/28/2013	745			687	58	0	0	162,456
388 ITV PLC SHS	45089P107		2/27/2012	6/28/2013	1,533			1,306	227	0	0	162,456
389 KLA TENCOR CORP PV\$0 001	482480100		8/28/2012	5/24/2013	1,092			1,028	64	0	0	162,456
390 KLA TENCOR CORP PV\$0 001	482480100		8/29/2012	5/24/2013	548			522	24	0	0	162,456
391 KLA TENCOR CORP PV\$0 001	482480100		8/30/2012	5/24/2013	948			870	76	0	0	162,456
392 KLA TENCOR CORP PV\$0 001	482480100		8/29/2012	5/28/2013	723			679	44	0	0	162,456
393 KLA TENCOR CORP PV\$0 001	482480100		8/31/2012	5/29/2013	1,279			1,182	97	0	0	162,456
394 KLA TENCOR CORP PV\$0 001	482480100		9/4/2012	5/29/2013	56			52	4	0	0	162,456
395 KLA TENCOR CORP PV\$0 001	482480100		8/30/2012	5/29/2013	334			307	27	0	0	162,456
396 KLA TENCOR CORP PV\$0 001	482480100		9/4/2012	5/30/2013	1,293			1,193	100	0	0	162,456
397 KIMBERLY CLARK	484388103		6/28/2013	11/26/2013	542			485	57	0	0	162,456
398 KINDER MORGAN INC DEL	484568101		6/28/2013	11/26/2013	266			207	59	0	0	162,456
399 KINGFISHER PLC SP ADR	495724403		2/19/2013	5/17/2013	748			647	101	0	0	162,456
400 KINGFISHER PLC SP ADR	495724403		2/20/2013	5/17/2013	698			608	92	0	0	162,456
401 KINGFISHER PLC SP ADR	495724403		2/20/2013	6/4/2013	577			468	109	0	0	162,456
402 KINGFISHER PLC SP ADR	495724403		2/20/2013	6/5/2013	1,442			1,178	264	0	0	162,456
403 KINGFISHER PLC SP ADR	495724403		2/21/2013	6/20/2013	1,214			1,011	203	0	0	162,456
404 KINGFISHER PLC SP ADR	495724403		2/20/2013	6/20/2013	31			26	5	0	0	162,456
405 KINGFISHER PLC SP ADR	495724403		4/12/2013	6/21/2013	794			714	80	0	0	162,456
406 KINGFISHER PLC SP ADR	495724403		2/21/2013	6/21/2013	3,229			2,705	524	0	0	162,456
407 KRAFT FOODS GROUP INC	50076Q106		6/28/2013	11/26/2013	902			945	-43	0	0	162,456
408 LIBERTY GLOBAL INC SER A	530555101		6/10/2012	5/9/2013	2,519			827	1,692	0	0	162,456
409 LIBERTY GLOBAL INC SER A	530555101		16/20/2012	5/9/2013	153			84	69	0	0	162,456
410 LORILLARD INC	54417101		6/28/2013	11/26/2013	1,684			1,269	215	0	0	162,456
411 LOWE'S COMPANIES INC	54417101		6/28/2013	11/26/2013	6,780			5,907	873	0	0	162,456
412 LOWE'S COMPANIES INC	548661107		6/21/2013	6/29/2013	5,978			5,590	370	0	0	162,456
413 LOWE'S COMPANIES INC	548661107		4/30/2013	6/29/2013	5,960			5,590	370	0	0	162,456
414 LOWE'S COMPANIES INC	548661107		4/29/2013	6/29/2013	4,480			4,179	301	0	0	162,456
415 MARATHON OIL CORP	565849106		2/21/2013	6/29/2013	1,090			1,065	25	0	0	162,456
416 MARATHON OIL CORP	565849106		2/22/2013	6/29/2013	703			692	11	0	0	162,456
417 MARATHON OIL CORP	565849106		2/20/2013	6/29/2013	1,688			1,590	-2	0	0	162,456
418 MARATHON OIL CORP	565849106		2/22/2013	11/26/2013	370			346	24	0	0	162,456
419 ROYAL DUTCH SHELL PLC	780293107		7/8/2012	11/26/2013	705			703	2	0	0	162,456
420 SANDS CHINA LTD UNSP ADR	80007R105		4/22/2013	6/29/2013	701			770	-69	0	0	162,456

Line	Long Term CG Distributions		Description of Property Sold	Short Term CG Distributions		CUSIP #
	2020	2021		2020	2021	
421			SANDS CHINA LTD UNSP ADR			80007R105
422			SANDS CHINA LTD UNSP ADR			80007R105
423			SANDS CHINA LTD UNSP ADR			80007R105
424			SANDS CHINA LTD UNSP ADR			80007R105
425			SANOFI ADR			80105N105
426			SANOFI ADR			80105N105
427			SBERBANK SPONSORED ADR			80585Y208
428			SBERBANK SPONSORED ADR			80585Y208
429			SBERBANK SPONSORED ADR			80585Y208
430			SBERBANK SPONSORED ADR			80585Y208
431			SBERBANK SPONSORED ADR			80585Y208
432			SBERBANK SPONSORED ADR			80585Y208
433			SBERBANK SPONSORED ADR			80585Y208
434			SBERBANK SPONSORED ADR			80585Y208
435			SBERBANK SPONSORED ADR			80585Y208
436			SBERBANK SPONSORED ADR			80585Y208
437			U S TREASURY NOTE			912828PA2
438			U S TREASURY NOTE			912828QF0
439			U S TREASURY NOTE			912828RC6
440			U S TREASURY NOTE			912828RM4
441			U S TREASURY NOTE			912828RM4
442			U S TREASURY NOTE			912828RM4
443			U S TREASURY NOTE			912828RM4
444			U S TREASURY NOTE			912828RM4
445			U S TREASURY NOTE			912828RM4
446			UNITED TECHS CORP COM			913017109
447			UNITED TECHS CORP COM			913017109
448			UNITED TECHS CORP COM			913017109
449			UNITED TECHS CORP COM			913017109
450			V F CORPORATION			913204108
451			V F CORPORATION			913204108
452			V F CORPORATION			913204108
453			VALERO ENERGY CORP NEW			91913Y100
454			VALERO ENERGY CORP NEW			91913Y100
455			VALERO ENERGY CORP NEW			91913Y100
456			VALERO ENERGY CORP NEW			91913Y100
457			VALERO ENERGY CORP NEW			91913Y100
458			VEECO INSTRUMENTS INC			922417100
459			VEECO INSTRUMENTS INC			922417100
460			VEECO INSTRUMENTS INC			922417100
461			VEECO INSTRUMENTS INC			922417100
462			VERIZON COMMUNICATIONS COM			92343Y104
463			VERIZON COMMUNICATIONS COM			92343Y104
464			VERIZON COMMUNICATIONS COM			92343Y104
465			VERIZON COMMUNICATIONS COM			92343Y104
466			VERIZON COMMUNICATIONS COM			92343Y104
467			VERIZON COMMUNICATIONS COM			92343Y104
468			VERIZON COMMUNICATIONS COM			92343Y104
469			VERIZON COMMUNICATIONS COM			92343Y104
470			VERIZON COMMUNICATIONS COM			92343Y104
471			VODAFONE GROU PLC SP ADR			9285YW209
472			VODAFONE GROU PLC SP ADR			9285YW209
473			VODAFONE GROU PLC SP ADR			9285YW209
474			VODAFONE GROU PLC SP ADR			9285YW209
475			VODAFONE GROU PLC SP ADR			9285YW209
476			VODAFONE GROU PLC SP ADR			9285YW209
477			VODAFONE GROU PLC SP ADR			9285YW209
478			VODAFONE GROU PLC SP ADR			9285YW209
479			VODAFONE GROU PLC SP ADR			9285YW209
480			VODAFONE GROU PLC SP ADR			9285YW209
481			VODAFONE GROU PLC SP ADR			9285YW209
482			VODAFONE GROU PLC SP ADR			9285YW209

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions															232	Short Term CG Distributions																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																					
Description of Property Sold															CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	0	162,456	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	

	Amount
Long Term CG Distributions	232
Short Term CG Distributions	0

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

		Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	MR DAVID W BEYER		19046 FOUNDERS KNOLL TERRAC	MIDLOTHIAN	VA	23113		TRUSTEE	3 00	21,379		
2	MRS SUSAN J BEYER		19046 FOUNDERS KNOLL TERRAC	MIDLOTHIAN	VA	23113		CO-TRUSTEE	0 50	2,621		

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return	1	0
2 First quarter estimated tax payment	2	
3 Second quarter estimated tax payment	3	
4 Third quarter estimated tax payment	4	
5 Fourth quarter estimated tax payment	5	
6 Other payments	6	2,192
7 Total	7	2,192

Form

8868

(Rev. January 2014)

Department of the Treasury
Internal Revenue Service**Application for Extension of Time To File an
Exempt Organization Return**► **File a separate application for each return.**► **Information about Form 8868 and its instructions is at www.irs.gov/form8868.**

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☐
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions LORINDA MCANDREW VOELKLE FOUNDATION	Employer identification number (EIN) or 16-1587254
	Number, street, and room or suite no. If a P.O. box, see instructions P.O. BOX 1501, NJ2-130-03-31	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions PENNINGTON, NJ 08534-1501	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► MLTC, A DIVISION OF BANK OF AMERICA, N.A.

Telephone No. ► 609-274-6834

Fax No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 12/15/2014 to file the exempt organization return for the organization named above. The extension is for the organization's return for
- ☐ calendar year _____ or

► ☒ tax year beginning 5/1/2013, and ending 4/30/2014

- 2** If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
- ☐ Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	3,980
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	2,192
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	1,788

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8868** (Rev. 1-2014)

HTA